

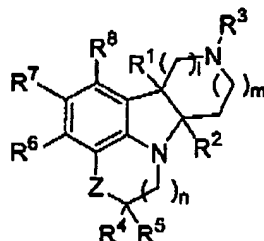
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Amendments to the Claims:

1. (Once Amended) A compound of Formula (I):



(I)

wherein Z is ~~CHR⁹~~, ~~C(O)~~, ~~O~~, ~~or~~ ~~S~~, ~~S(O)~~, ~~SO₂~~, ~~N(R⁹)~~, ~~C(O)N(R⁹)~~,
or ~~N(R⁹)C(O)~~;

l is 1 or 2;

m is 0, 1 or 2;

n is 1 or 2;

R¹ and R² are each independently hydrogen, C₁₋₆alkyl, C₃₋₆cycloalkyl, or
(C₃₋₆cycloalkyl)C₁₋₆alkyl; provided that R¹ and R² are not both hydrogen;

R³ is hydrogen or C₁₋₆alkyl;

R⁴, and R⁵, and R⁹ are independently hydrogen, C₁₋₆alkyl or arylC₁₋₆alkylene;

R⁶, R⁷, and R⁸ are independently hydrogen, fluoro, chloro, bromo, CF₃, -OCF₃,
-N(R¹⁰)₂, C₁₋₆alkyl, C₁₋₆alkoxy, heteroaryl or aryl;

each R¹⁰ is independently hydrogen, or -C₁₋₆alkyl;

wherein any C₁₋₆alkyl, C₁₋₆alkylene, or C₁₋₆alkoxy of R¹, R², R³, R⁴, R⁵, R⁶, R⁷,
R⁸, R⁹, and R¹⁰ is optionally partially unsaturated;

wherein any heteroaryl or aryl is optionally substituted with one or two
substituents independently selected from halo, -CF₃, -OCF₃, C₁₋₆alkoxy, -N(R¹⁰)₂, and
C₁₋₆alkyl;

or a pharmaceutically acceptable salt thereof.

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2. (Original) The compound of claim 1, wherein R^1 is hydrogen.
3. (Original) The compound of claim 1, wherein R^1 is C_{1-6} alkyl, C_{3-6} cycloalkyl, or $(C_{3-6}$ cycloalkyl) C_{1-6} alkyl.
4. (Original) The compound of claim 1, wherein R^1 is C_{2-6} alkyl, C_{3-6} cycloalkyl, or $(C_{3-6}$ cycloalkyl) C_{1-6} alkyl.
5. (Original) The compound of claim 1, wherein R^1 is C_{3-6} alkyl, C_{3-6} cycloalkyl, or $(C_{3-6}$ cycloalkyl) C_{1-6} alkyl.
6. (Original) The compound of claim 1, wherein R^1 is methyl, ethyl, propyl, isopropyl, or cyclopropylmethyl.
7. (Original) The compound of claim 1, wherein R^1 is ethyl, propyl, isopropyl, or cyclopropylmethyl.
8. (Original) The compound of claim 1, wherein R^1 is propyl, isopropyl, or cyclopropylmethyl.
9. (Original) The compound of claim 1, wherein R^2 is hydrogen.
10. (Original) The compound of claim 1, wherein R^2 is C_{1-6} alkyl, C_{3-6} cycloalkyl, or $(C_{3-6}$ cycloalkyl) C_{1-6} alkyl.

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11. (Original) The compound of claim 1, wherein R^2 is C_{2-6} alkyl, C_{3-6} cycloalkyl, or $(C_{3-6}$ cycloalkyl) C_{1-6} alkyl.
12. (Original) The compound of claim 1, wherein R^2 is C_{3-6} alkyl, C_{3-6} cycloalkyl, or $(C_{3-6}$ cycloalkyl) C_{1-6} alkyl.
13. (Original) The compound of claim 1, wherein R^2 is methyl, ethyl, propyl, isopropyl, or cyclopropylmethyl.
14. (Original) The compound of claim 1, wherein R^2 is ethyl, propyl, isopropyl, or cyclopropylmethyl.
15. (Original) The compound of claim 1, wherein R^2 is propyl, isopropyl, or cyclopropylmethyl.
16. (Original) The compound of claim 10, wherein R^1 is hydrogen.
17. (Original) The compound of claim 1, wherein R^1 is C_{2-3} alkyl and R^2 is hydrogen, or C_{2-6} alkyl.
18. (Original) The compound of claim 1, wherein R^1 is hydrogen, or C_{2-3} alkyl; and R^2 is C_{2-6} alkyl.
19. (Original) The compound of claim 1, wherein R^1 is C_{2-3} alkyl and R^2 is C_{2-6} alkyl.
20. (Original) The compound of claim 1, wherein R^1 is ethyl or propyl and R^2 is ethyl, propyl or butyl.

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21. (Original) The compound of claim 1, wherein R^3 is hydrogen.
22. (Original) The compound of claim 1, wherein R^3 is C_{1-6} alkyl.
23. (Once Amended) The compound of claim ~~23~~22, wherein ~~and~~ R^3 is methyl, ethyl, propyl, or butyl.
24. (Once Amended) The compound of claim ~~23~~22, wherein ~~and~~ R^3 is methyl or ethyl.
25. (Original) The compound of claim 1, wherein R^4 and R^5 are independently hydrogen, methyl, ethyl, propyl, butyl, 2-phenylethyl, or benzyl.
26. (Original) The compound of claim 25, wherein R^4 and R^5 are independently hydrogen, methyl, ethyl, propyl, or benzyl.
27. (Original) The compound of claim 25, wherein R^4 and R^5 are independently methyl, ethyl, or benzyl.
28. (Original) The compound of claim 1, wherein R^6 , R^7 , or R^8 is phenyl optionally substituted with one or two substituents independently selected from halo, $-CF_3$, $-OCF_3$, C_{1-6} alkoxy, $-N(R^{10})_2$, and C_{1-6} alkyl.
29. (Original) The compound of claim 28, wherein R^6 , R^7 , or R^8 is phenyl optionally substituted with one or two substituents independently selected from fluoro, chloro, bromo, $-CF_3$, $-OCF_3$, C_{1-6} alkoxy and $-N(R^{10})_2$.

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30. (Original) The compound of claim 28, wherein R⁶, R⁷, or R⁸ is phenyl optionally substituted with one or two substituents independently selected from fluoro, chloro, and bromo.

31. (Original) The compound of claim 28, wherein R⁶ is 2,4-dichlorophenyl or 2,6-difluorophenyl.

32. (Original) The compound of claim 28, wherein R⁷ is 2,4-dichlorophenyl or 2,6-difluorophenyl.

33. (Original) The compound of claim 28, wherein R⁸ is 2,4-dichlorophenyl or 2,6-difluorophenyl.

34. (Canceled)

35. (Canceled)

36. (Original) A pharmaceutical composition comprising a compound of claim 1 and a pharmaceutically acceptable excipient.

37-41. (Canceled)

42. (Original) A method for treating a disease or condition in a mammal in need thereof wherein the 5-HT receptor is implicated and modulation of 5-HT function is desired comprising administering a therapeutically effective amount of a compound of claim 1 to the mammal.

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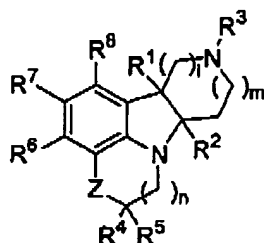
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43. (Original) The method of claim 42, wherein the disease is anxiety, obesity, depression, or a stress related disease.

44. (Canceled)

45. (Once Amended) A compound of Formula (II):



(II)

wherein Z is ~~CH(R⁹), C(O), O, or S, S(O), SO₂, N(R⁹), C(O)N(R⁹), or N(R⁹)C(O);~~

l is 1 or 2;

m is 0, 1 or 2;

n is 1 or 2;

R¹ and R² are each independently hydrogen, C₁₋₆alkyl, C₃₋₆cycloalkyl, or (C₃₋₆cycloalkyl)C₁₋₆alkyl; provided that R¹ and R² are not both hydrogen;

R³ is -C(O)-aryl, -C(O)-heteroaryl, -C(O)-C₁₋₆alkyl, -C(O)-C₁₋₆haloalkyl, -C(O)O-C₁₋₆alkyl, or -C(O)O-C₁₋₆haloalkyl, where aryl or heteroaryl is optionally substituted with one or two halo, -CF₃, -OCF₃, C₁₋₆alkoxy, -N(R¹⁰)₂, or -C₁₋₆alkyl;

~~R⁴, and R⁵, and R⁹~~ are independently hydrogen, C₁₋₆alkyl or arylC₁₋₆alkylene;

R⁶, R⁷, and R⁸ are independently hydrogen, fluoro, chloro, bromo, CF₃, -OCF₃, -N(R¹⁰)₂, C₁₋₆alkyl, C₁₋₆alkoxy, heteroaryl or aryl;

each R¹⁰ is independently hydrogen, or -C₁₋₆alkyl;

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wherein any C₁₋₆alkyl, C₁₋₆alkylene, or C₁₋₆alkoxy of R¹, R², R³, R⁴, R⁵, R⁶, R⁷,
R⁸, R⁹, and R¹⁰ is optionally partially unsaturated;

wherein any heteroaryl or aryl is optionally substituted with one or two
substituents independently selected from halo, -CF₃, -OCF₃, C₁₋₆alkoxy, -N(R¹⁰)₂, and C₁₋₆alkyl.

46-47. (Canceled)